

Illinois Central

Douglas A. Koman
Treasurer

Illinois Central Railroad
455 North Cityfront Plaza Drive
Chicago, Illinois 60611-5504

312 755-7935

October 22, 1922

RECORDATION NO. 8790 FILED M25 ✓

OCT 27 1992 - 11:45 AM

INTERSTATE COMMERCE COMMISSION

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, DC 20423

Dear Mr. Strickland:

Pursuant to the provisions of 49 U.S.C. Section 11303 and the applicable regulations of the Interstate Commerce Commission, there are herewith transmitted for filing and recording five counterparts of a Release of an Equipment Trust Agreement (Illinois Central Railroad Trust, Series 14, dated May 1, 1977). This document is a secondary document dated as of October 14, 1992. The primary document to which this is connected was recorded under Recordation No. 8790.

A check payable to the order of the Interstate Commerce Commission for the \$16.00 recording fee applicable to this filing is enclosed herewith.

The names and address of the parties to the document are as follows:

Trustee and Lessor:

Manufacturers Hanover Trust Company
(Now Chemical Bank)
450 West 33rd Street
New York, NY 10001

Lessee:

Illinois Central Railroad Company
455 N. Cityfront Plaza Dr.
Chicago, IL 60611

A description of the equipment covered by this release follows:

All equipment included in the aforementioned Equipment Trust Agreement and any amendment or Supplement thereto.

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A short summary of the document to appear in the index follows:

Release dated as of October 14, 1992 of an Equipment Trust Agreement dated as of May 1, 1977 with Recordation No. 8790 providing for the release of all right, title and interest in all equipment under said Agreement.

It is respectfully requested that all counterparts not needed for the Commission's files be returned to the undersigned with the Commission's recordation stamp shown thereon.

Very truly yours,

A handwritten signature in black ink, appearing to read "J. H. Koman", with a long horizontal flourish extending to the right.

ILLINOIS CENTRAL GULF RAILROAD EQUIPMENT TRUST
(Now Illinois Central Railroad Company)
SERIES 14

RECORDATION NO. 8790-F FILED M28

OCT 27 1992 - 11 15 AM

INTERSTATE COMMERCE COMMISSION

RELEASE

Dated as of OCTOBER 14, 1992

BETWEEN
MANUFACTURERS HANOVER TRUST COMPANY, Trustee
(Now Chemical Bank)

and

ILLINOIS CENTRAL GULF RAILROAD COMPANY
(Now Illinois Central Railroad Company)

RELEASE

KNOW ALL MEN BY THESE PRESENTS, that:

WHEREAS, heretofore on the 1st day of **May, 1977**, an Equipment Trust Agreement constituting Illinois Central Gulf Railroad Equipment Trust, **Series 14**, was entered into by and between MORGAN GUARANTY TRUST COMPANY OF NEW YORK, Trustee, to which MANUFACTURERS HANOVER TRUST COMPANY (now Chemical Bank), a corporation duly organized under the laws of the State of New York, is the Successor Trustee (either of said Companies being hereinafter called the "Trustee"), and ILLINOIS CENTRAL GULF RAILROAD COMPANY (Now Illinois Central Railroad Company), a Delaware corporation (hereinafter called the "Railroad Company"), (said Agreement and all supplements thereto being hereinafter referred to collectively as the "Agreement" and all having been duly recorded with the Interstate Commerce Commission under **Recordation Numbers 8790 and 8790A through E**, respectively), wherein and whereby for a consideration therein named and upon certain conditions therein set forth, the Trustee did let and lease to the Railroad Company for the term in said lease provided, certain railroad equipment therein and hereinafter more particularly described; and

WHEREAS, by the terms of the Agreement it was agreed that at the termination thereof, and after all the payments

required thereby should have been completed and fully made by the Railroad Company to the Trustee, the railroad equipment thereby leased should be assigned and transferred by the Trustee to the Railroad Company, or its nominee or nominees, and should thereupon be and become the absolute property of the Railroad Company, or its nominee or nominees; and

WHEREAS, the said Railroad Company has fully paid all the rental reserved and payments stipulated for the said railroad equipment, as covenanted and agreed in the Agreement, and has fully performed all the conditions and covenants therein set forth and desires that the said railroad equipment now be released, assigned and transferred;

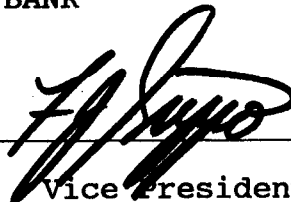
NOW, THEREFORE, the said Trustee, for and in consideration of the premises, and the sum on One Dollar (\$1.00), good and lawful money of the United States, to it in hand paid by said Railroad Company, at or before the ensealing and delivery of these presents, the receipt whereof is hereby acknowledged, has released, assigned and transferred, and by these presents does release, assign and transfer unto ILLINOIS CENTRAL RAILROAD COMPANY, and its successors and assigns, without recourse in any event, all of its rights, title and interest in all of the railroad equipment mentioned and described in the Agreement.

The Trustee makes no representations or warranties of any kind hereby, express or implied, including as to the present existence or condition of said equipment or whether it is now in the possession of the Railroad Company.

This Release is being simultaneously executed in a number of counterparts, each of which so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument.

IN WITNESS WHEREOF, MANUFACTURERS HANOVER TRUST COMPANY (now Chemical Bank) has caused these presents to be signed in its corporate name, and its corporate seal, duly attested, to be hereunto affixed this 20th day of October, A.D. 1992.

CHEMICAL BANK



Vice President

ATTEST:



Trust Officer

STATE OF NEW YORK)
COUNTY OF NEW YORK)

On the 20th day of October, 1992, before me personally came F. J. Grippe to me known, who being by me duly sworn, says that he is a Vice President of Chemical Bank; that the seal affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Alicia Castelle
Notary Public

ALICIA CASTELLE
Notary Public, State of New York
No. 4565185
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires April 16, 1994